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PHONE 202.719.7000
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Virginia Office
7925 JONES BRANCH DRIVE
SUITE 6200
McLEAN, VA 22102
PHONE 703.905.2800
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February 27, 2006

Bradley K. Gillen
202.719.7401
bgillen@wrf.com

BY MESSENGER

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
P.O. Box 358145
Pittsburgh, Pennsylvania 15251-5145

Re: Iowa Telecommunications Services, Inc. and Montezuma Mutual Telephone Company Application for Authorization Pursuant to Section 214 of the Communications Act of 1934, as Amended, for Transfer of Control of Montezuma Mutual Telephone Company to Iowa Telecommunications Services, Inc.

Dear Ms. Dortch:

Please find enclosed an original and six (6) copies of an application for Federal Communications Commission approval to transfer control of the Montezuma Mutual Telephone Company to Iowa Telecommunications Services, Inc. Also enclosed is a completed FCC Form 159 and a check made payable to the FCC in the amount of \$895.00 for filing fees associated with this application. Please direct any questions with respect to this filing to the undersigned.

Respectfully submitted,

Bradley K. Gillen /JS
Bradley K. Gillen

**Before the
Federal Communications Commission
Washington, D.C. 20554**

In the Matter of)	
)	
Iowa Telecommunications Services, Inc.)	
)	
and)	
)	
Montezuma Mutual Telephone Company)	WC Docket No. 06-_____
)	
Application for Authorization Pursuant to)	
Section 214 of the Communications Act of)	
1934, as Amended, for Transfer of Control)	
of Montezuma Mutual Telephone)	
Company to Iowa Telecommunications)	
Services, Inc.)	

**APPLICATION FOR TRANSFER OF CONTROL OF
MONTEZUMA MUTUAL TELEPHONE COMPANY**

Montezuma Mutual Telephone Company (“Montezuma” or “Transferor”) and Iowa Telecommunications Services, Inc. (“Iowa Telecom” or “Transferee”) (collectively the “Applicants”), by their undersigned counsel, and pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. § 214 (the “Act”), and Section 63.04 of the rules of the Federal Communications Commission (“Commission”), 47 C.F.R. § 63.04, hereby request authority to transfer control of Montezuma to Iowa Telecom. As described in this Application, Iowa Telecom has entered into an agreement to acquire Montezuma and intends to continue to provide service to Montezuma’s former customers upon completion of the transaction.

Pursuant to Section 63.04(a) of the Commission’s rules, the Applicants provide the following information in support of this transaction:

(1) Applicants' Name, Address and Telephone Number

Transferor: Montezuma Mutual Telephone Company
107 North Fourth Street
P.O. Box 10
Montezuma, Iowa 50171

Telephone: (641) 623-5654
Facsimile: (641) 623-2199

Transferee: Iowa Telecommunications Services, Inc.
115 S. Second Avenue West
Newton, Iowa 50208

Telephone: (641) 787-2000
Facsimile: (641) 787-2347

(2) State of Organization

(a) Iowa Telecom is a corporation organized under the laws of the State of Iowa.

(b) Montezuma is a corporation organized under the laws of the State of Iowa.

(3) Contact Information

All correspondence, notices and inquiries regarding this transaction should be addressed to:

Transferor: Francis E. Freeborn
General Manager
Montezuma Mutual Telephone Company
107 North Fourth Street
P.O. Box 10
Montezuma, Iowa 50171

Telephone: (641) 623-5654
Facsimile: (641) 623-2199

Copies of all correspondence, notices, and inquires should also be addressed to:

Michael G. Kulik
Davis, Brown, Koehn, Shors & Roberts, P.C.
666 Walnut St., Suite 2500
Des Moines, Iowa 50309

Telephone: (515) 288-2500
Facsimile: (515) 243-0654

Counsel for Montezuma Mutual Telephone Company

Transferee: D. Michael Anderson
Vice President-External Affairs and Marketing
Iowa Telecommunications Services, Inc.
115 S. Second Avenue West
Newton, IA 50208

Telephone: (641) 787-2357
Facsimile: (641) 787-2347

(4) Ten Percent Direct and Indirect Equity Shareholders

Iowa Telecom:

Iowa Telecommunications Services, Inc. is 10.40% owned by Pine Island Capital Corporation, a corporation with U.S. citizenship located at 2265-B Renaissance Drive, Suite 9, Las Vegas, Nevada 89119. Pine Island Capital Corporation's principal business is investments.

Pine Island Capital Corporation is 100% owned by Iowa Network Services, Inc., a corporation with U.S. citizenship located at 4201 Corporation Drive, West Des Moines, Iowa 50266. Iowa Network Services, Inc.'s principal business is telecommunications. No individual entity owns 10% or more of Iowa Network Services, Inc.

No individual entity other than Pine Island Capital Corporation or Iowa Network Services, Inc. directly or indirectly owns 10% or more of Iowa Telecommunications Services, Inc.

Montezuma:

Montezuma is 60.33% owned by Mr. M. B. McFarlin who holds 108 of the total 179 shares of Montezuma. Francis E. Freeborn, Montezuma's General Manager, holds 20 of Montezuma's outstanding shares (11.2%). No other individual or company owns directly or indirectly 10% or more of the equity of Montezuma.

(5) Certification Pursuant to 47 C.F.R. §§ 1.2001-1.2003

Applicants hereby certify, pursuant to 47 C.F.R. §§ 1.2001-1.2003, that to the best of their knowledge, information, and belief, no party to the application is subject to denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862.

(6) Description of Transaction

The Applicants, both independent incumbent local exchange carriers (“ILECs”), entered into an Agreement and Plan of Merger on December 11, 2005 (“Agreement”), in which Montezuma has agreed to transfer its customer base and assets to Iowa Telecom. In accordance with the Agreement, IWA MC, Inc., a wholly owned subsidiary of Iowa Telecom, will be merged with Montezuma, and Montezuma will be the surviving corporation in the merger. Following the merger, Iowa Telecom will own all of the outstanding capital stock of Montezuma.

Montezuma operates as an average schedule company, and Iowa Telecom intends to operate the two companies on a non-integrated basis after the acquisition. Specifically, post-consummation, Iowa Telecom will continue to offer the services currently offered to Montezuma customers, including local telephone service, interLATA and intraLATA long distance service, dial-up and DSL-based Internet access. Iowa Telecom is prepared to complete the acquisition as soon as this Application is granted.¹

(7) Geographic Description

Iowa Telecom is an ILEC headquartered in Newton, Iowa. Iowa Telecom currently provides local exchange and exchange access service and dial-up and high-speed Internet

¹ The Iowa Utilities Board has already issued the necessary state approvals for this transaction. See Iowa Telecommunications Services, Inc., d/b/a Iowa Telecom, Docket No. SPU-05-25, Order Approving Reorganization and Granting Waiver (Jan. 23, 2006).

services to residential and business customers in 294 exchanges widely distributed throughout the State of Iowa, comprising a total of approximately 240,500 access lines. Iowa Telecom's CLEC affiliate, Iowa Telecom Communications, Inc. provides local exchange and exchange access service and dial-up and high-speed Internet services to residential and business customers in 18 exchanges widely distributed throughout the State of Iowa, comprising a total of approximately 20,200 access lines. Iowa Telecom's CLEC affiliate, IT Communications, LLC, just began offering local exchange and exchange access service and dial-up and high-speed Internet services to residential and business customers in the Iowa City, Iowa market in January 2006.

Montezuma is an independent LEC headquartered in Montezuma, Iowa. Montezuma provides rural telephone service to customers, currently serving approximately 2,200 residential and business access lines in the adjacent Deep River and Montezuma, Iowa exchanges. Broadband access is available to all Montezuma customers, and Montezuma currently serves approximately 900 data customers.

Montezuma's incumbent Deep River, Iowa exchange is adjacent to Iowa Telecom's What Cheer, Iowa exchange. Montezuma's incumbent Montezuma, Iowa exchange is adjacent to Iowa Telecom's Grinnell, Malcolm, and New Sharon, Iowa exchanges. A map of Iowa highlighting the Deep River and Montezuma exchanges, and the local service areas of Iowa Telecom and Montezuma is attached as Exhibit A.

(8) Streamlined Treatment

The Applicants do not request streamlined treatment for this Application.

(9) Other Related Applications Before the Commission

None.

(10) Statement of Imminent Business Failure

Not applicable.

(11) Separately Filed Waiver Requests

The Applicants have not separately filed any waiver requests.

(12) Public Interest Statement

The Applicants each offer customers high-quality telecommunications services serving rural Iowa, and the transaction provides an opportunity for Montezuma's customer base to be served by a larger rural-focused provider – with a robust statewide network and support team – dedicated to modernizing the telecommunications facilities and services available to rural Iowa. As such, the proposed transaction will serve the public interest. In addition, Montezuma customers will experience no changes or interruption of service, and will receive their current services at the same rates. Iowa Telecom will benefit from new economies of scale as a result of the transaction, in its continued efforts to reconfigure its widely dispersed footprint to maximize its service quality and accessibility.²

This transaction is also consistent with other transactions approved by the Commission involving proximate service areas.³ Consistent with precedent, the proposed transaction will

² See *Wireline Competition Bureau Grants Consent for Acquisition of Local Exchange Assets of Iowa Telecom by Partner*, 19 FCC Rcd 19515 (Wireline Competition Bur. 2004); *Wireline Competition Bureau Grants Consent for Acquisition of Local Exchange Assets of Iowa Telecom by Heart of Iowa*, 19 FCC Rcd 9064 (Wireline Competition Bur. 2004).

³ *Joint Applications of Telephone and Data Systems, Inc. and Chorus Communications, Ltd. For Authority to Transfer Control of Commission Licenses and Authorizations Pursuant to Sections 214 and 310(d) of the Communications Act and Parts 22, 63, and 90 of the Commission's Rules*, Memorandum Opinion and Order, 16 FCC Rcd 15293 9 (Comm. Car. Bur. 2001) ("In this case, TDS and Chorus are actual competitors for local exchange and exchange access services in the Madison area."); *Joint Application of Global Crossing Ltd., and Citizens Communications Company for Authority to Transfer Control of Corporations Holding Commission Licenses and Authorizations Pursuant to Sections 214 and 310(d) of the Communications Act and Parts 20, 22, 63, 78, 90, and 101 of the Commission's Rules*, Memorandum Opinion and Order, 16 FCC Rcd 8507 (Comm. Car. Bur., Int'l Bur., Cable Serv. Bur., Wireless Bur. 2001) (adjacent service areas in four states).

serve the public interest, convenience and necessity by strengthening Iowa Telecom, a small provider, and by directly benefiting all impacted consumers.

CONCLUSION

For the foregoing reasons, Iowa Telecom and Montezuma respectfully request that the Commission promptly grant this Application.

Respectfully Submitted,

**IOWA TELECOMMUNICATIONS
SERVICES, INC.**

**MONTEZUMA MUTUAL TELEPHONE
COMPANY**

D. Michael Anderson/JS

D. Michael Anderson
Vice President-External Affairs and Marketing
115 S. Second Avenue West
Newton, Iowa 50208
(641) 787-2357

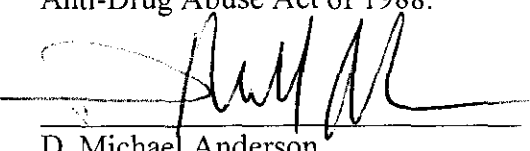
Francis E. Freeborn/JS

Francis E. Freeborn
General Manager
107 North Fourth Street
P.O. Box 10
Montezuma, Iowa 50171
(641) 623-5654

February 27, 2006

DECLARATION OF D. MICHAEL ANDERSON

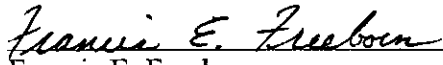
I, D. Michael Anderson, Vice President – External Affairs of Iowa Telecommunications Services, Inc., (“Iowa Telecom”) declare under penalty of perjury that Iowa Telecom, including all officers, directors, or persons holding five percent or more of the outstanding stock or shares (voting and/or non-voting) of Iowa Telecom as specified in Section 1.2003(b) of the Commission’s Rules, is not subject to denial of federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.


D. Michael Anderson
Vice President-External Affairs and Marketing
Iowa Telecommunications Services, Inc., d/b/a Iowa Telecom

Executed on: 2/22/06

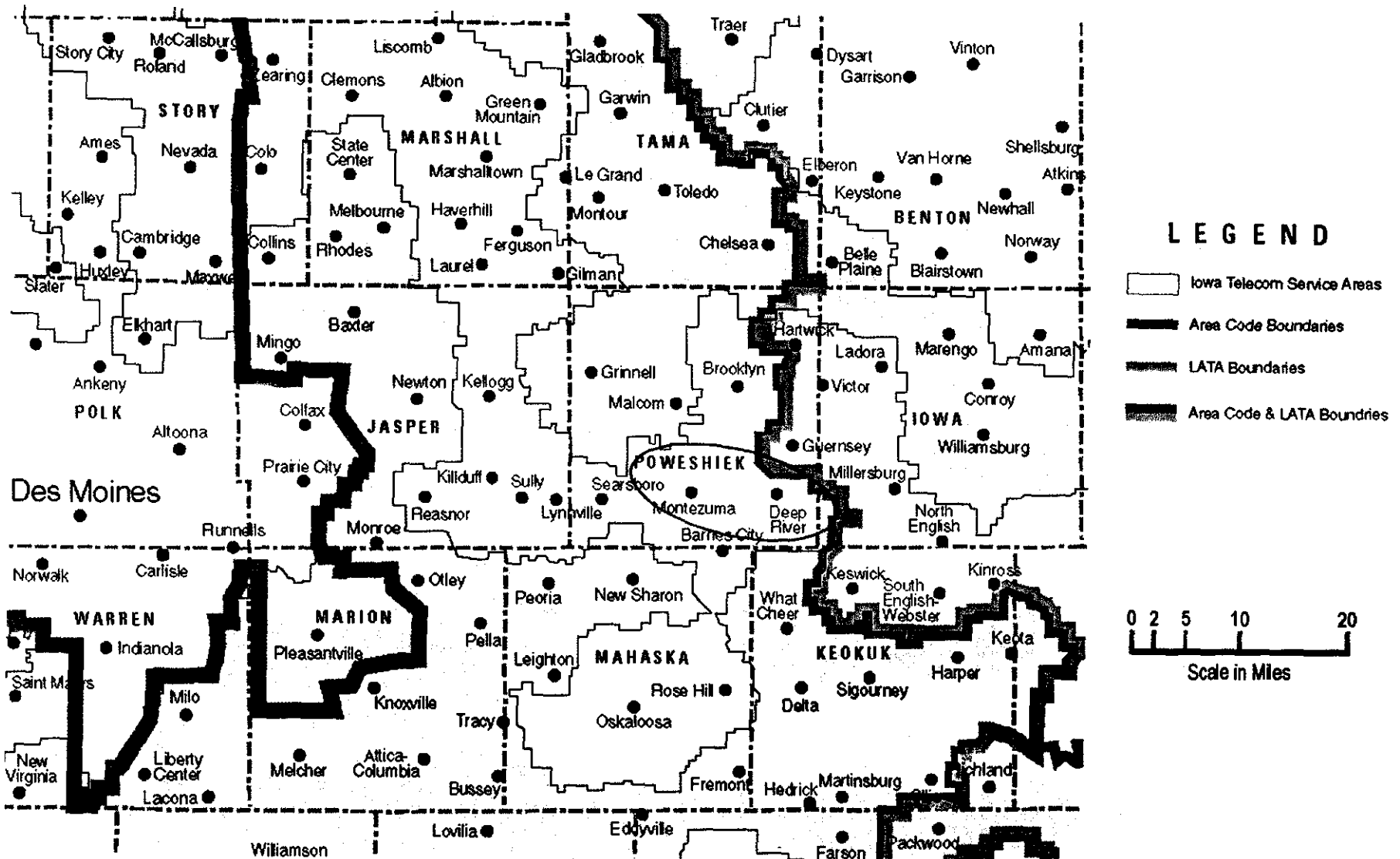
DECLARATION OF FRANCIS E. FREEBORN

I, Francis E. Freeborn, General Manager of Montezuma Mutual Telephone Company ("Montezuma"), declare under penalty of perjury that Montezuma, including all officers, directors, or persons holding five percent or more of the outstanding stock or shares (voting and/or non-voting) of Montezuma as specified in Section 1.2003(b) of the Commission's Rules, is not subject to denial of federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.

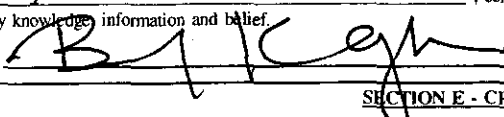

Francis E. Freeborn
General Manager
Montezuma Mutual Telephone Company

Executed on: 2-21-06

Exhibit A



FEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE

(1) LOCKBOX # 358145		SPECIAL USE ONLY	
		FCC USE ONLY	
SECTION A - PAYER INFORMATION			
(2) PAYER NAME (if paying by credit card enter name exactly as it appears on the card) Wiley Rein & Fielding LLP		(3) TOTAL AMOUNT PAID (U.S. Dollars and cents) 895.00	
(4) STREET ADDRESS LINE NO. 1 1776 K Street, NW			
(5) STREET ADDRESS LINE NO. 2			
(6) CITY Washington		(7) STATE DC	(8) ZIP CODE 20006
(9) DAYTIME TELEPHONE NUMBER (include area code) (202) 719-7401		(10) COUNTRY CODE (if not in U.S.A.)	
FCC REGISTRATION NUMBER (FRN) REQUIRED			
(11) PAYER (FRN) 002151744			
IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C) COMPLETE SECTION BELOW FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET			
(13) APPLICANT NAME Iowa Telecommunications Services, Inc.			
(14) STREET ADDRESS LINE NO. 1 P.O. Box 330			
(15) STREET ADDRESS LINE NO. 2			
(16) CITY Grinnel		(17) STATE IA	(18) ZIP CODE 50112
(19) DAYTIME TELEPHONE NUMBER (include area code) (641) 269-7807		(20) COUNTRY CODE (if not in U.S.A.)	
FCC REGISTRATION NUMBER (FRN) REQUIRED			
(21) APPLICANT (FRN) 003911385			
COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET			
(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE CUT	(25A) QUANTITY	
(26A) FEE DUE FOR (PTC) 895.00	(27A) TOTAL FEE 895.00		
(28A) FCC CODE 1		(29A) FCC CODE 2	
(23b) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY	
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE		
(28B) FCC CODE 1		(29B) FCC CODE 2	
SECTION D - CERTIFICATION			
CERTIFICATION STATEMENT I, <u>Bradley K. Gillen</u> , certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief. SIGNATURE <u></u> DATE <u>February 24, 2006</u>			
SECTION E - CREDIT CARD PAYMENT INFORMATION			
MASTERCARD _____ VISA _____ AMEX _____ DISCOVER _____ ACCOUNT NUMBER _____ EXPIRATION DATE _____ I hereby authorize the FCC to charge my credit card for the service(s) authorization herein described. SIGNATURE _____ DATE _____			

FEDERAL COMMUNICATIONS COMMISSION REMITTANCE ADVICE (CONTINUATION SHEET) Page No <u>2</u> of <u>2</u>		SPECIAL USE FCC ONLY
USE THIS SECTION ONLY FOR EACH ADDITIONAL APPLICANT SECTION BB - ADDITIONAL APPLICANT INFORMATION		
(13) APPLICANT NAME Montezuma Mutual Telephone Company		
(14) STREET ADDRESS LINE NO. 1 107 North Fourth Street		
(15) STREET ADDRESS LINE NO. 2 P.O. Box 10		
(16) CITY Montezuma		(17) STATE IA
		(18) ZIP CODE 50171
(19) DAYTIME TELEPHONE NUMBER (include area code) (641) 623-5654		(20) COUNTRY CODE (if not in U.S.A.)
FCC REGISTRATION NUMBER (FRN) REQUIRED		
(21) APPLICANT (FRN) 0002594315		(22) FCC USE ONLY
COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET		
(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE	(25A) QUANTITY
(26A) FEE DUE FOR (PTC)	(27A) TOTAL FEE	FCC USE ONLY
(28A) FCC CODE 1		(29A) FCC CODE 2
(23B) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE	FCC USE ONLY
(28B) FCC CODE 1		(29B) FCC CODE 2
(23C) CALL SIGN/OTHER ID	(24C) PAYMENT TYPE CODE	(25C) QUANTITY
(26C) FEE DUE FOR (PTC)	(27C) TOTAL FEE	FCC USE ONLY
(28C) FCC CODE 1		(29C) FCC CODE 2
(23D) CALL SIGN/OTHER ID	(24D) PAYMENT TYPE CODE	(25D) QUANTITY
(26D) FEE DUE FOR (PTC)	(27D) TOTAL FEE	FCC USE ONLY
(28D) FCC CODE 1		(29D) FCC CODE 2
(23E) CALL SIGN/OTHER ID	(24E) PAYMENT TYPE CODE	(25E) QUANTITY
(26E) FEE DUE FOR (PTC)	(27E) TOTAL FEE	FCC USE ONLY
(28E) FCC CODE 1		(29E) FCC CODE 2
(23F) CALL SIGN/OTHER ID	(24F) PAYMENT TYPE CODE	(25F) QUANTITY
(26F) FEE DUE FOR (PTC)	(27F) TOTAL FEE	FCC USE ONLY
(28F) FCC CODE 1		(29F) FCC CODE 2

WILEY REIN & FIELDING LLP**196086**

1776 K Street, N.W.
 Washington, DC
 Operating Account

Date	Amount
02/24/2006	*****895.00

Pay Eight Hundred Ninety Five and 00/100 Dollars ONLY

**To the
Order of**

Federal Communications Commission

Bank of America, N.A.
 Washington, DC

Barry L. Strauss
 (Two Signatures Required For Amounts Over \$1,000.00)

⑈196086⑈ ⑆054001204⑆ ⑈000003702987⑈

Attached is our check in full settlement of items shown hereon. If not correct, please return with explanation or call us at (202)719-4266.

No. 196086

Federal Communications Commission

Check Date 02/24/2006

Description	Date	Invoice No.	Amount of Invoice	Discount	Net
FCC FILING	02/24/2006		895.00	.00	895.00
				Total	895.00